

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

Obj. Deadline: December 26, 2024 at 4:00 p.m. (ET)

NOTICE OF FILING OF FEE STATEMENT

PLEASE TAKE NOTICE that today, Davis Polk & Wardwell LLP (the “Applicant”)² filed the attached *Second Monthly Fee Statement of Davis Polk & Wardwell LLP, as Bankruptcy Counsel for the Debtors and Debtors in Possession, for Allowance of Monthly Compensation and for Reimbursement of all Actual and Necessary Expenses Incurred for the Period October 1, 2024, through and Including October 31, 2024* (the “Fee Statement”) with the United States Bankruptcy Court for the District of Delaware (the “Court”).

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Fee Statement must be made in accordance with the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Retained Professionals* [D.I. 519] (the “Interim Compensation

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

² Capitalized terms not defined herein shall have meanings ascribed to them in the Interim Compensation Procedures Order.

Procedures Order") and served no later than **December 26, 2024 at 4:00 p.m. (Eastern Time)** (the "Objection Deadline") upon on the following parties (the "Fee Notice Parties"):

- (i) the Debtors, c/o Big Lots, Inc., 4900 E, Dublin-Granville Road, Columbus, OH 43081 (Attn: Ronald A. Robins, rrobbins@biglots.com);
- (ii) counsel to the Debtors, (y) Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, NY 10017, Attn: Brian M. Resnick, Esq., Adam L. Shpeen, Esq., Stephen D. Piraino, Esq., and Ethan Stern, Esq., notice.biglots@davispolk.com, and (z) Morris, Nichols, Arnsht & Tunnell LLP, 1201 N. Market Street, 16th Floor, Wilmington, DE 19801, Attn: Robert J. Dehney, Sr., Esq., Andrew R. Remming, Esq., Daniel B. Butz, Esq., Tamara K. Mann, Esq., and Casey B. Sawyer, Esq. (biglots.mnat@morrisnichols.com);
- (iii) counsel to the ABL Agent, Choate Hall, & Stewart, LLP, 2 International Place, Boston, MA 02110, Attn: John Ventola (jventola@choate.com), Jonathan Marshall (jmarshall@choate.com) and Jacob Lang (jslang@choate.com);
- (iv) counsel to the Term Agent, Otterbourg P.C., 230 Park Avenue, New York, NY 10169, Attn: Chad B. Simon (csimon@otterbourg.com), James V. Drew (jdrew@otterbourg.com), and Sarah L. Hautzinger (shautzinger@otterbourg.com);
- (v) counsel to the Committee, (y) McDermott Will & Emery LLP, One Vanderbilt Avenue, New York, NY 10017 (Attn: Darren Azman, Esq. (dazman@mwe.com) and Kristin Going, Esq. (kgoing@mwe.com), and (z) Cole Schotz P.C., 500 Delaware Avenue, Suite 1410, Wilmington, DE 19801 (Attn: Justin R. Alberto, Esq. (jalberto@coleschotz.com) and Stacy Newman, Esq. (snewman@coleschotz.com);
- and (vi) the U.S. Trustee, Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801 (Attn: Linda Casey, linda.casey@usdoj.gov).

PLEASE TAKE FURTHER NOTICE that if an objection to the Fee Statement is served prior to the Objection Deadline, the Debtors shall be authorized by the Interim Compensation

Procedures Order to pay the Retained Professional 80% of the fees and 100% of the expenses requested in the Fee Statement not subject to such objection without the need for further order of the Court. After receipt of the objection, the Retained Professional shall have the option to (a) file a response to the objection with a request for payment of the disputed amount with the Court, or (b) forgo payment of the disputed amount until the next interim fee application hearing, at which time the parties may request that the Court consider the objection.

PLEASE TAKE FURTHER NOTICE that if no objections to the Fee Statement are served prior to the Objection Deadline, the Professional may file a certificate of no objection with the Court, after which the Debtors shall be authorized by the Interim Compensation Procedures Order to pay the Professional an amount equal to 80% of the fees and 100% of the expenses requested in the Fee Statement without the need for further order of the Court.

PLEASE TAKE FURTHER NOTICE that if you fail to respond in accordance with this notice, the court may grant the relief requested in the application without further notice or hearing.

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Dated: December 4, 2024

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ *Casey B. Sawyer*

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